

UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN FRANCISCO DIVISION

## IN RE SUNPOWER SECURITIES LITIGATION

Case No. CV 09-5473-RS  
**(Consolidated)**

## **CLASS ACTION**

**[PROPOSED] ORDER APPROVING  
PLAN OF ALLOCATION**

1 Lead Plaintiffs' Motion for Final Approval of Class Action Settlement and Plan of  
2 Allocation (the "Motion," ECF No. 259) duly came before the Court for hearing on July 3, 2013.  
3 The Court has considered the Motion and all supporting and other related materials, including  
4 the matters presented at the July 3, 2013 hearing. Due and adequate notice having been given to  
5 the Settlement Class as required by the Court's Order Preliminarily Approving Settlement,  
6 Providing for Notice, and Scheduling Settlement Hearing dated March 25, 2013 (ECF No. 257),  
7 and the Court having considered all papers filed and proceedings had herein and otherwise being  
8 fully informed in the proceedings and good cause appearing therefor;

9 NOW, THEREFORE, IT IS HEREBY ORDERED THAT:

10 1. This Order incorporates by reference the definitions in the Stipulation of  
11 Settlement (the "Stipulation," ECF No. 248), and all capitalized terms used, but not defined  
12 herein, shall have the same meanings as in the Stipulation.

13 2. This Court has jurisdiction over the subject matter of the Action and over all  
14 parties to the Action, including all Members of the Settlement Class.

15 3. Pursuant to and in full compliance with Rule 23 of the Federal Rules of Civil  
16 Procedure, this Court hereby finds and concludes that due and adequate notice was directed to all  
17 persons and entities who are Settlement Class Members, advising them of the Plan of Allocation  
18 and of their right to object thereto, and a full and fair opportunity was accorded to all such  
19 persons and entities to be heard with respect to the Plan of Allocation.

20 4. The Court hereby finds and concludes that the formula for the calculation of the  
21 claims of Authorized Claimants (the "Plan of Allocation") which is set forth in the Notice of  
22 Pendency of Class Action and Proposed Settlement, Final Approval Hearing, and Motion for  
23 Attorneys' Fees and Reimbursement of Litigation Expenses (the "Notice") provides a fair and  
24 equitable basis upon which to allocate the proceeds of the Net Settlement Fund among the  
25 Settlement Class Members.

26 5. The Court hereby finds and concludes that the Plan of Allocation is, in all  
27 respects, fair and equitable to the Settlement Class. Accordingly, the Court hereby approves the  
28 Plan of Allocation proposed by Lead Plaintiffs.

1       6. The finality of the Judgment entered with respect to the Settlement shall not be  
2 affected in any manner by this Order, or any appeal from this Order approving the Plan of  
3 Allocation.

4           IT IS SO ORDERED.

5  
6 DATED: July 3, 2013

7             
8           THE HONORABLE RICHARD SEEBOORG  
9           UNITED STATES DISTRICT JUDGE